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March 21, 2011

VIA OVERNIGHT DELIVERY (P.M.)

Mr. Daniel Sexton
Commerce Analyst
Department of Commerce
85 7th Place East, Suite 500
St. Paul, Minnesota 55101

Re: **Microtel Inns and Suites Franchising, Inc. (the "Company")**

Dear Mr. Sexton:

In connection with the Company's existing franchise registration, I have enclosed an Annual Report/Amendment Application consisting of the following materials:

1. Annual Report/Amendment Application (including Franchise Seller Disclosure Forms and Franchisor's Costs and Source of Funds);
2. One (1) redlined copy of the Company's 2011 Multi-State Franchise Disclosure Document;
3. An auditors' consent form; and
4. A check to cover the applicable filing fee.

Consistent with the North American Securities Administrators Association 2008 Franchise Registration and Disclosure Guidelines, we also have enclosed a CD-ROM of these materials. We represent that all of the information contained in the electronic file is identical to the paper documents. If you should have any questions or comments, please do not hesitate to contact me.

Very truly yours,

DLA PIPER LLP (US)

Erik Wulff
EW/ck

cc: **Microtel Inns and Suites Franchising, Inc.**

Form C – Uniform Franchise Consent to Service of Process

UNIFORM FRANCHISE CONSENT TO SERVICE OF PROCESS

Microtel Inns and Suites Franchising, Inc., a corporation organized under the laws of the State of Georgia (the “Franchisor”), irrevocably appoints the officers of the States designated below and their successors in those offices, its attorney in those States for service of notice, process or pleading in an action or proceeding against it arising out of or in connection with the sale of franchises, or a violation of the franchise laws of that State, and consents that an action or proceeding against it may be commenced in a court of competent jurisdiction and proper venue within that State by service of process upon this officer with the same effect as if the undersigned was organized or created under the laws of that State and had lawfully been served with process in that State. We have checked below each state in which this application is or will be shortly on file, and provided a duplicate original bearing an original signature to each state.

California: Commissioner of Corporations
 Hawaii: Commissioner of Securities
 Illinois: Attorney General
 Indiana: Secretary of State
 Maryland: Securities Commissioner
 Minnesota: Commissioner of Commerce
 New York: Secretary of State
 North Dakota: Securities Commissioner
 Rhode Island: Director, Department of Business Regulation
 South Dakota: Director of the Division of Securities
 Virginia: Clerk, Virginia State Corporation Commission
 Washington: Director of Financial Institutions
 Wisconsin: Administrator, Division of Securities, Department of Financial Institutions

Please mail or send a copy of any notice, process or pleading served under this consent to:

Microtel Inns and Suites Franchising, Inc.
22 Sylvan Way
Parsippany, New Jersey 07054
Attn: Vice President – Legal

Dated: March 28, 2011.

Franchisor:

Microtel Inns and Suites Franchising, Inc.

By: 

Name: Jeffrey I. Burnett

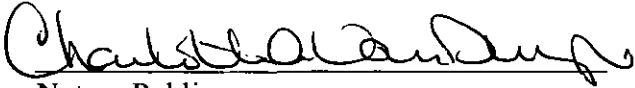
Title: Vice President, and Assistant Secretary

CORPORATE ACKNOWLEDGMENT

STATE OF NEW JERSEY)
)SS.
COUNTY OF MORRIS)

On this 25th day of March, 2011, before me Charlotte Van Duyne
(Notary Public) the undersigned officer, personally appeared Jeffrey I. Burnett, known personally to me to be the Vice President and Assistant Secretary of the above named corporation, and that he, as such officer, being authorized to do so, executed the foregoing instrument for purposes therein contained, by signing the name of the corporation by himself as such officer.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.


Notary Public

(NOTARIAL SEAL)

My Commission Expires:

CHARLOTTE A VAN DUYNÉ
Notary Public of New Jersey
My Commission Expires Mar. 9, 2015

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